

WINSTEAD



February 21, 2001

direct dial: 713/650-2761  
klee@winstead.com

**VIA OVERNIGHT DELIVERY**

Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, NW  
Suite 700  
Washington, D.C. 20423-0001

RECORDATION NO. 22641-A FILED  
FEB 28 '01 12-45 PM  
TS  
SURFACE TRANSPORTATION BOARD

Re: Sterling Bank/James C. Graves

Dear Mr. Williams:

On behalf of Sterling Bank, I hereby submit for filing and recording an executed original of a secondary document, entitled Partial Release of Railroad Car Mortgage and Security Interest ("Partial Release") dated December 17, 2000. The Partial Release is a partial release of certain collateral referenced in that certain Railroad Car Mortgage, Security Agreement, Assignment of Interest in Leases and Financing Statement dated December 17, 1999 between James C. Graves and The James C. Graves Living Trust, as Mortgagor, and Sterling Bank, as Mortgagee, which was duly filed on December 21, 1999 in accordance with 49 U.S.C. 11303 (a) under Recordation Number 22641.

The parties to the Partial Release are:

Sterling Bank, as Mortgagee  
13111 Westheimer Road  
Houston, Texas 77077

James C. Graves and The James C. Graves  
Living Trust, as Mortgagor  
10077 Grogan's Mill Road, Suite 450  
The Woodlands, Texas 77380

A short summary of the Partial Release is as follows:

Partial Release of Railroad Car Mortgage and Security Interest dated December 17, 2000 between Sterling Bank, as Mortgagee, and James C.

2400 BANK ONE CENTER  
910 TRAVIS STREET  
HOUSTON, TEXAS 77002

PH 713.650.8400  
FAX 713.650.2400  
WINSTEAD.COM

WINSTEAD SECHREST & MINICK  
Attorneys and Counselors  
A Professional Corporation

Dallas, Houston,  
Austin, Fort Worth,  
Mexico City

Vernon A. Williams  
February 21, 2001  
Page 2

Graves and The James C. Graves Living Trust, as Mortgagor, releasing the liens in eleven (11) railroad cars.


The said Partial Release acts to release the liens in the eleven (11) GLNX railroad cars described below:

GLNX 23032  
GLNX 23037  
GLNX 23040  
GLNX 23041  
GLNX 23042  
GLNX 23045  
GLNX 23046  
GLNX 23047  
GLNX 23049  
GLNX 23050  
GLNX 23052

Enclosed is a check in the amount of \$27.00 in payment of the filing fee. The file-stamped copy of the Partial Release should be returned to the undersigned at 910 Travis, Suite 2400, Houston, Texas 77002.

Thank you for your assistance and don't hesitate to contact me at (713) 650-2761 if you have any questions or need additional information.

Very truly yours,



Kelly Wright Lee,  
Legal Assistant

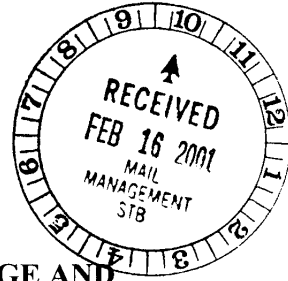
Enclosure

cc: James W. Doyle, Esq. (Firm)  
Hoang T. Vu, Esq. (Firm)

RECORDATION NO. 22641-A FILED

FEB 28 '01 12-45 PM

SURFACE TRANSPORTATION BOARD



**PARTIAL RELEASE OF RAILROAD CAR MORTGAGE AND  
SECURITY INTEREST**

This is a secondary document and is a partial release of certain collateral referenced in that certain Railroad Car Mortgage, Security Agreement, Assignment of Interest in Leases and Financing Statement dated December 17, 1999 between James C. Graves and The James C. Graves Living Trust, as Debtors, and Sterling Bank, as Secured Party, which was duly filed on December 21, 1999 in accordance with 49 U.S.C. 11303 (a) under Recordation Number 22641.

MORTGAGOR: JAMES C. GRAVES AND  
THE JAMES C. GRAVES LIVING TRUST  
10077 Grogan's Mill Road, Suite 450  
The Woodlands, Texas 77380

MORTGAGEE: STERLING BANK  
13111 Westheimer Road  
Houston, Texas 77077

COLLATERAL: Mortgagee is releasing its liens in the railroad cars bearing the numbers below:

GLNX 23032  
GLNX 23037  
GLNX 23040  
GLNX 23041  
GLNX 23042  
GLNX 23045  
GLNX 23046  
GLNX 23047  
GLNX 23049  
GLNX 23050  
GLNX 23052

**PARTIAL RELEASE OF RAILROAD CAR MORTGAGE AND SECURITY INTEREST**

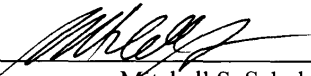
This Release, dated as of December 17, 2000, is made by Sterling Bank, a Texas banking association.

1. Reference is made to the Railroad Car Mortgage, Security Agreement, Assignment of Interest in Leases and Financing Statement dated December 17, 1999 (the "Mortgage") between James C. Graves and The James C. Graves Living Trust, as Debtors, and Sterling Bank, as Secured Party, which was duly filed on December 21, 1999 in accordance with 49 U.S.C. 11303 (a) under Recordation Number 22641.

2. Sterling Bank, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, hereby releases any and all security interests, liens, claims and other encumbrances granted pursuant to the Mortgage in those certain railroad cars bearing the numbers set forth in Exhibit A attached hereto.

IN WITNESS WHEREOF, Sterling Bank has caused this Release to be duly executed by its authorized officer as of the day and year first above written.

STERLING BANK

By:   
Name: Mitchell S. Schulman  
Title: Senior Vice President

STATE OF TEXAS                   §  
  §  
COUNTY OF HARRIS           §

On this 23<sup>rd</sup> day of January, 2001 before me personally appeared Mitchell S. Schulman, to me personally known, who, being by me duly sworn did say that he/she is the Senior Vice President of Sterling Bank, a Texas banking association, and that said instrument was signed on behalf of said association and he acknowledged that the execution of said instrument was the free act and deed of said association.



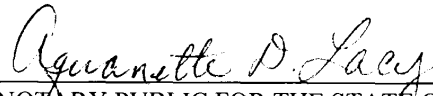
  
NOTARY PUBLIC FOR THE STATE OF TEXAS

EXHIBIT A

GLNX 23032

GLNX 23037

GLNX 23040

GLNX 23041

GLNX 23042

GLNX 23045

GLNX 23046

GLNX 23047

GLNX 23049

GLNX 23050

GLNX 23052